

**EXHIBIT B**

**INVOICE**



Official Committee of Unsecured Creditors of Winc, Inc., et al  
unknown  
New York City, NY

Invoice Number 2201537  
Invoice Date 01/31/2023  
Client Number 044409

For Professional Services Rendered Through: December 31, 2022

<u>No</u>	<u>Reference</u>	<u>Hours</u>	<u>Total</u>
00000	General	0.00	959.67
00001	Petition, Schedules, First day Orders	60.50	35,386.50
00002	Case Management and Operating Reports	11.30	6,344.50
00004	Investigation, Due Diligence and Analysis	0.80	212.00
00005	Committee and Debtor Communications, Conference Calls and	24.80	15,866.00
00008	Sale and Disposition of Assets	24.50	13,282.00
00011	Miscellaneous Motions and Objections	4.10	2,460.00
00013	Professional Retention	24.70	8,120.00
00015	Cash Collateral and DIP Financing	27.00	15,844.00
00023	Executory Contracts and Related Matters	3.00	1,782.50
00028	Debtor Communications/Negotiations	18.00	12,380.00
00029	Travel	1.40	840.00
	<b>Totals</b>	<b>200.10</b>	<b>113,477.17</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al

Invoice Number 2201537

Page 2

January 31, 2023

---

**Time Summary**

	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Value</u></b>
<b><u>Partner</u></b>			
George P. Angelich	29.80	800.00	23,840.00
Justin Kesselman	74.70	600.00	44,820.00
<b><u>Associate</u></b>			
James E. Britton	67.30	515.00	34,659.50
Anna Mandel	1.90	475.00	902.50
<b>Blended Rate for Attorneys: \$600.01</b>			
<b><u>Paralegal</u></b>			
Lisa A. Indelicato	11.30	380.00	4,294.00
Alyssa Fiorentino	15.10	265.00	4,001.50
<b>Totals</b>	<b>200.10</b>		<b>112,517.50</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al

Invoice Number 2201537

Page 3

January 31, 2023

---

**Summary of Disbursements:**

Other	14.80
Out of Town Lodging	148.00
Out-of-Town Meals	26.00
Out-of-Town Transportation	770.87
<b>Totals</b>	<b>959.67</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00000 General  
 January 31, 2023

Invoice Number 2201537  
 Page 4

For Professional Services Rendered Through: December 31, 2022

Re: General

**For Disbursements:**

**Other**

12/21/22	Justin Kesselman - Justin Kesselman, Other, city and occupancy taxes	14.80
	<b>Other</b>	<b>14.80</b>

**Out of Town Lodging**

12/21/22	Justin Kesselman - Out of Town Lodging Justin Kesselman, Lodging 12/21/2022 - 12/22/2022, room charge	148.00
	<b>Out of Town Lodging</b>	<b>148.00</b>

**Out-of-Town Meals**

12/21/22	Justin Kesselman - Out-of-Town Meals Justin Kesselman, Hotel - Dinner, dinner with Justin Kesselman	26.00
	<b>Out-of-Town Meals</b>	<b>26.00</b>

**Out-of-Town Transportation**

12/21/22	Justin Kesselman - Out-of-Town Transportation Justin Kesselman, Airfare 12/21/2022 - 12/22/2022 Boston/Philadelphia , airfare from Boston to Philadelphia	580.19
12/21/22	Justin Kesselman - Out-of-Town Transportation Justin Kesselman, Taxi/Car Service Philadelphia airport/hotel, uber from Philadelphia airport to hotel	63.51
12/21/22	Justin Kesselman - Out-of-Town Transportation Justin Kesselman, Taxi/Car Service office/Boston airport, taxi from AFS Boston to Boston Logan airport	28.85
12/22/22	Justin Kesselman - Out-of-Town Transportation Justin Kesselman, Taxi/Car Service Philadelphia hotel/airport, uber from hotel to Philadelphia airport	68.68
12/22/22	Justin Kesselman - Out-of-Town Transportation Justin Kesselman, Taxi/Car Service Boston airport/office, taxi from Boston Logan airport to AFS office	29.64
	<b>Out-of-Town Transportation</b>	<b>770.87</b>

<b>Disbursement Total</b>	<b>959.67</b>
---------------------------	---------------

Current Disbursements	\$959.67
-----------------------	----------

<b>Subtotal For This Matter</b>	<b>\$959.67</b>
---------------------------------	-----------------

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00001 Petition, Schedules, First day Orders  
 January 31, 2023

Invoice Number 2201537  
 Page 5

For Professional Services Rendered Through: December 31, 2022

Re: Petition, Schedules, First day Orders

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/15/22	George P. Angelich	Prepare for and confer with local counsel re initial workstream for second day relief.	1.10	880.00
12/15/22	James E. Britton	Intro call with local counsel (0.9); review and analyze critical vendors motion (0.6); draft critical vendors motion issue list (0.5).	2.00	1,030.00
12/16/22	George P. Angelich	Review issues re second day relief.	1.90	1,520.00
12/16/22	James E. Britton	Review docket and filings and calendar upcoming hearing and objection deadlines (0.5); phone call with debtors' counsel (0.7); follow up call with G. Angelich and J. Kesselman (0.3); correspondence RE: filings and strategy (0.2); review and analyze omnibus motion to reject leases and executory contracts (0.4); draft update to committee (0.3); review and analyze cash management motion (0.5); review and analyze list of parties in interest (0.2); review and analyze lien search results (0.3); review and analyze revenue sharing agreement (0.3).	3.70	1,905.50
12/17/22	James E. Britton	Correspondence RE: documents and objection (0.2); review and analyze prepetition credit documents (1.0); review and analyze FA book (0.5); draft preliminary objection to first day motions (5.0).	6.70	3,450.50
12/18/22	James E. Britton	Listen to first day hearing (2.0) and correspondence RE: objections and documents (0.2); conference call with AF and local RE: call prep (0.5); conference call with debtors and cannacord (1.0); phone call with AF and local RE: followup (0.3); review and analyze motion to pay ordinary course professionals (0.3); review and analyze professionals retention motion (0.3); further follow up call (0.3); draft summary of motions and recommendation (0.5); review and revise objection (0.8); case law research for	7.20	3,708.00

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00001 Petition, Schedules, First day Orders  
 January 31, 2023

Invoice Number 2201537  
 Page 6

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		omnibus objection (1.0).		
12/19/22	James E. Britton	Correspondence RE: objection and deadlines (0.2); further case law research RE: objection (1.1); phone call with committee RE: update (0.4); further revise draft objection (0.3); review and analyze critical vendors information (0.2); review and revise objection (0.5).	2.70	1,390.50
12/20/22	James E. Britton	Phone call with local counsel RE: hearing (0.8); draft revisions to objection (1.8); correspondence RE: same (0.2).	2.80	1,442.00
12/21/22	George P. Angelich	Review issues for hearing and confer re objection.	3.10	2,480.00
12/21/22	James E. Britton	Further revise objection (0.6); phone call with CR (0.4); review and analyze changes to objection (0.5); prepare exhibits and attend to filing (0.2); correspondence RE: objection and next steps (0.2); review updated budget (0.2); phone call with debtors (0.6); phone call with A. Mielke (0.1); correspondence RE: order markup and hearing prep (0.2); attend to bylaws (0.2).	3.20	1,648.00
12/22/22	George P. Angelich	Confer with J. Kesselman re hearing preparation; follow up post-hearing course of action.	1.10	880.00
12/23/22	George P. Angelich	Prepare for and confer with J. Kesselman and J. Britton re strategy.	1.90	1,520.00
12/23/22	James E. Britton	Internal call RE: workstreams and strategy (0.6); correspondence RE: same (0.2); review and analyze docket filings (0.3) and draft chart of revised dates and deadlines (0.3).	1.40	721.00
12/27/22	George P. Angelich	Follow up re next steps and correspond with J. Kesselman re same (.40); review APA issue list and review APA (.80).	1.20	960.00
12/27/22	George P. Angelich	Follow up and conferences with J. Kesselman and J. Britton re next steps.	2.20	1,760.00
12/28/22	George P. Angelich	Review mark ups of order.	0.40	320.00
12/28/22	James E. Britton	Review and revise orders for cash management, critical vendor, Canaccord retention, and RPA retention (0.8); correspondence RE: orders (0.2); review and analyze first day motions (0.2); review	4.40	2,266.00

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00001 Petition, Schedules, First day Orders  
 January 31, 2023

Invoice Number 2201537  
 Page 7

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		and revise committee bylaws and attend to signature pages (0.3); correspondence RE: diligence items (0.2); review and analyze cases RE: retention applications (0.4); review and analyze D&O and related policies (0.2); review and analyze exhibit to CG retention app (0.3); review and analyze list of executory contracts (0.3); review and analyze Winc schedules (1.1) and SOFA (0.4).		
12/28/22	Justin Kesselman	Revise proposed orders (1.3); revise assumed liabilities analysis (.5); conf. with Cohn Reznick re liabilities (.3); review intel on Canaccord engagements (.4); call with E. Walker (0.2); initial attn. to schedules/SOFAs (0.8); attn to email from Debtors re: bylaws (0.1); prepare email to debtors re orders and hearings (.6); attn to insurance policies (.2); prepare lists of APA issues supplemental diligence requests to Debtors (2.1)	6.50	3,900.00
12/29/22	James E. Britton	Phone call with debtors' counsel (1.1); correspondence RE: diligence items and orders (0.2); review and analyze canaccord retention terms from previous cases (0.2); draft renewed objection (2.5).	4.00	2,060.00
12/30/22	James E. Britton	Review and analyze revised objection (0.2); revise objection (0.2); review and analyze orders mark up (0.2); correspondence RE: objection and orders (0.2); case law research RE: comparable sales (0.9); phone call with debtors (0.3); phone call with GA and JK (0.2); further revise objection (0.2); review and analyze case law (0.3) and revisions to DIP objection and correspondence RE: same (0.3).	3.00	1,545.00
<b>Fee Total</b>			<b>60.50</b>	<b>\$35,386.50</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
George P. Angelich	12.90	800.00	10,320.00
Justin Kesselman	6.50	600.00	3,900.00



Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00001 Petition, Schedules, First day Orders  
 January 31, 2023

Invoice Number 2201537  
 Page 8

---

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
James E. Britton	41.10	515.00	21,166.50
<b>Timekeeper Summary Total</b>	<b>60.50</b>		<b>35,386.50</b>
Current Fees			\$35,386.50
<b>Subtotal For This Matter</b>			<b>\$35,386.50</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00002 Case Management and Operating Reports  
 January 31, 2023

Invoice Number 2201537  
 Page 9

For Professional Services Rendered Through: December 31, 2022

Re: Case Management and Operating Reports

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/15/22	Justin Kesselman	Prep call with Sacculo (0.9); prep initial task list and strategic outline (.4)	1.30	780.00
12/16/22	Alyssa Fiorentino	Case review/committee due diligence and draft committee bylaws.	1.00	265.00
12/16/22	Alyssa Fiorentino	Discuss committee deadlines with J. Britton and circulate upcoming dates/deadlines.	0.30	79.50
12/17/22	Justin Kesselman	Review and analyze Canaccord retention application (0.5); emails with debtors re diligence requests (0.4); initial review of data rooms and produced documents (.7); review and revise committee emails (0.6); prepare outline of case strategy (0.6); attn to committee bylaws (0.5)	3.30	1,980.00
12/27/22	Justin Kesselman	Review and revise bylaws (0.4); call with Cohn Reznick (1.1); conf. with G Angelich and J Britton re: case strategy and issues (0.7); emails with Debtors' counsel (0.2); analyze outstanding issues (0.5); confer with Cohn Reznick re marketing process (.2); review APA and create issue list (2.3)	5.40	3,240.00
<b>Fee Total</b>			<b>11.30</b>	<b>\$6,344.50</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Justin Kesselman	10.00	600.00	6,000.00
Alyssa Fiorentino	1.30	265.00	344.50
<b>Timekeeper Summary Total</b>	<b>11.30</b>		<b>6,344.50</b>

Current Fees \$6,344.50  
**Subtotal For This Matter** \$6,344.50

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00004 Investigation, Due Diligence and Analysis  
 January 31, 2023

Invoice Number 2201537  
 Page 10

For Professional Services Rendered Through: December 31, 2022

Re: Investigation, Due Diligence and Analysis

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/19/22	Alyssa Fiorentino	Compile and organize due diligence materials.	0.80	212.00
<b>Fee Total</b>			<b>0.80</b>	<b>\$212.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Alyssa Fiorentino	0.80	265.00	212.00
<b>Timekeeper Summary Total</b>	<b>0.80</b>		<b>212.00</b>

Current Fees	\$212.00
<b>Subtotal For This Matter</b>	<b>\$212.00</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00005 Committee and Debtor Communications, Conference Calls and  
 January 31, 2023

Invoice Number 2201537  
 Page 11

For Professional Services Rendered Through: December 31, 2022

Re: Committee and Debtor Communications, Conference Calls and

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/15/22	George P. Angelich	Confer with the committee.	0.30	240.00
12/16/22	Justin Kesselman	Call with Debtors' counsel (0.7); calls with G. Angelich re: case strategy (1); draft diligence requests (1.3); review interim orders and attn to issue lists for motions (1.2); email to E. Walker (0.2); email with Debtor's counsel (0.2); review credit documents (1)	5.60	3,360.00
12/18/22	Justin Kesselman	Committee professionals calls (1); call with Debtors' counsel (1); work on omnibus objection (3.4); attn to issues list for first day motions (0.5); email to Debtors' counsel (0.2); emails with E. Walker (0.2); review data room materials (.5)	6.80	4,080.00
12/19/22	George P. Angelich	Confer with J. Kesselman re settlement alternatives; conference call with Committee; prepare 2014 disclosures.	3.10	2,480.00
12/20/22	George P. Angelich	Interview committee financial advisor candidates and confer with Committee.	2.00	1,600.00
12/21/22	Alyssa Fiorentino	Update committee bylaws.	0.40	106.00
12/24/22	Justin Kesselman	Attn to emails with UST.	0.10	60.00
12/27/22	George P. Angelich	Review comments to Bylaws from Debtors.	0.20	160.00
12/29/22	Justin Kesselman	Call with Debtors' counsel re: outstanding issues (1); work with G. Angelich on strategy and communications to debtors, lenders, and IB (2.3); attn to insurance agreements (0.4); attn to updated diligence information (0.2); prepare email to Committee (.3); work on objection to Canaccord retention (2.1)	6.30	3,780.00
<b>Fee Total</b>			<b>24.80</b>	<b>\$15,866.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
-------------------	--------------	-------------	--------------

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00005 Committee and Debtor Communications, Conference Calls and  
 January 31, 2023

Invoice Number 2201537  
 Page 12

---

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
George P. Angelich	5.60	800.00	4,480.00
Justin Kesselman	18.80	600.00	11,280.00
Alyssa Fiorentino	0.40	265.00	106.00
<b>Timekeeper Summary Total</b>	<b>24.80</b>		<b>15,866.00</b>
Current Fees			\$15,866.00
<b>Subtotal For This Matter</b>			<b>\$15,866.00</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00008 Sale and Disposition of Assets  
 January 31, 2023

Invoice Number 2201537  
 Page 13

For Professional Services Rendered Through: December 31, 2022

Re: Sale and Disposition of Assets

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/16/22	James E. Britton	Review and analyze bidding procedures motion, proposed orders, and Stalking Horse APA (3.5); draft issues list with respect to same (1.5).	5.00	2,575.00
12/20/22	James E. Britton	Phone call with debtors (0.7); revise bidding procedures and bid order with AF comments (2.6); further revise bid procedures and order (0.5); phone call with CR (1.0); correspondence RE: above (0.2).	5.00	2,575.00
12/20/22	Justin Kesselman	Meetings with AFS, AMS, and Cohn Reznick (3.1); attn to settlement negotiations (0.7); revise bidding procedures documents (0.7); prepare for cross-examination of C. Brault and Canaccord (4)	8.50	5,100.00
12/21/22	James E. Britton	Further revise bid procedures (0.3); review and analyze revisions to bid procedures and correspondence RE: same (0.6); revise new drafts of bid procedures and order (0.4); review and analyze lenders' revisions and further revisions to bid procedures and order (0.3).	1.60	824.00
12/22/22	James E. Britton	Correspondence RE: Hearing and Sale Timeline (0.2); review and analyze new entered orders (0.2); draft bid procedures summary (0.5).	0.90	463.50
12/23/22	Alyssa Fiorentino	Review and circulate upcoming dates/deadlines re: bidding/sale procedures.	0.30	79.50
12/27/22	James E. Britton	Review and analyze APA issues list (0.2); phone call with G. Angelich and J. Kesselman (0.5); phone call with cohnreznick (1.0); review documents in data room (0.3); review and revise confidentiality provisions (0.2).	2.20	1,133.00
12/31/22	James E. Britton	Review and analyze APA and disclosure schedules (0.6) and correspondence RE:	0.80	412.00

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00008 Sale and Disposition of Assets  
 January 31, 2023

Invoice Number 2201537  
 Page 14

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		same (0.2).		
12/31/22	Justin Kesselman	Attn to email from J Manning re auction process.	0.20	120.00
<b>Fee Total</b>			<b>24.50</b>	<b>\$13,282.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Justin Kesselman	8.70	600.00	5,220.00
James E. Britton	15.50	515.00	7,982.50
Alyssa Fiorentino	0.30	265.00	79.50
<b>Timekeeper Summary Total</b>	<b>24.50</b>		<b>13,282.00</b>

Current Fees \$13,282.00  
**Subtotal For This Matter** \$13,282.00

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00011 Miscellaneous Motions and Objections  
 January 31, 2023

Invoice Number 2201537  
 Page 15

For Professional Services Rendered Through: December 31, 2022

Re: Miscellaneous Motions and Objections

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/23/22	Justin Kesselman	Emails with Committee (0.9); review OCP Motion and confer with Cohn Reznick re same (0.5); review rejection motion and confer with AMS re the same (0.4); emails with Debtors' counsel (0.7); attn to summary of bid procedures (0.3); attn to inventory and critical vendor expenditures and confer with Cohn Reznick re same(0.6); conferences with G Angelich and J Britton re strategy (1)	4.10	2,460.00
<b>Fee Total</b>			<b>4.10</b>	<b>\$2,460.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Justin Kesselman	4.10	600.00	2,460.00
<b>Timekeeper Summary Total</b>	<b>4.10</b>		<b>2,460.00</b>

Current Fees	\$2,460.00
<b>Subtotal For This Matter</b>	<b>\$2,460.00</b>



044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00013 Professional Retention  
 January 31, 2023

Invoice Number 2201537  
 Page 16

For Professional Services Rendered Through: December 31, 2022

Re: Professional Retention

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/17/22	James E. Britton	Review and analyze RPA retention app (0.3); review and analyze Cannacord retention app (0.3); Review and analyze YCST retention app (0.2); review and analyze Epiq retention app (0.3);	1.10	566.50
12/19/22	Alyssa Fiorentino	Internal correspondence re: 2014 searches, preparation of spreadsheet of parties-in-interest re: Rule 2014 search and exhibits (5.6) ; Team meeting and revisions to spreadsheets/parties-in-interest lists (1.0).	6.60	1,749.00
12/19/22	Lisa A. Indelicato	Discussions with Alyssa Fiorentino regarding Committee retention and Rule 2014 search (1.9). Assist with preparation of spreadsheet for 2014 search and exhibit 1 to Angelich Declaration in Support of AFS Retention Application (1.9). Teams meeting with George Angelich and Alyssa Fiorentino regarding same (.4).	4.20	1,596.00
12/20/22	Alyssa Fiorentino	Prepare ArentFox Schiff Retention Application.	3.60	954.00
12/21/22	Alyssa Fiorentino	Prepare ArentFox Schiff Retention Application.	1.00	265.00
12/21/22	Lisa A. Indelicato	Review and revise draft AFS Retention Application.	3.00	1,140.00
12/22/22	Alyssa Fiorentino	Discuss and prepare ArentFox Schiff Retention Application.	0.40	106.00
12/22/22	Lisa A. Indelicato	Review and revise draft AFS Retention Application and exhibits (2.9). Draft Declaration of John Pittman in Support of AFS Retention Application (1.1).	4.00	1,520.00
12/23/22	Alyssa Fiorentino	Review and compile internal correspondence re: 2014 parties-in-interest list.	0.50	132.50
12/27/22	Lisa A. Indelicato	Follow up regarding status of 2014 search.	0.10	38.00
12/29/22	Alyssa Fiorentino	Review and compile internal correspondence re: 2014 parties-in-	0.20	53.00

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00013 Professional Retention  
 January 31, 2023

Invoice Number 2201537  
 Page 17

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		interest list.		
		<b>Fee Total</b>	<b>24.70</b>	<b>\$8,120.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
James E. Britton	1.10	515.00	566.50
Lisa A. Indelicato	11.30	380.00	4,294.00
Alyssa Fiorentino	12.30	265.00	3,259.50
<b>Timekeeper Summary Total</b>	<b>24.70</b>		<b>8,120.00</b>

Current Fees \$8,120.00  
**Subtotal For This Matter** \$8,120.00

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00015 Cash Collateral and DIP Financing  
 January 31, 2023

Invoice Number 2201537  
 Page 18

For Professional Services Rendered Through: December 31, 2022

Re: Cash Collateral and DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/15/22	James E. Britton	Review and analyze DIP motion and draft list of issues (2.0)	2.00	1,030.00
12/19/22	James E. Britton	Phone call with DIP lender (0.8); review DIP motion and interim order and stalking horse APA (0.3);	1.10	566.50
12/19/22	Justin Kesselman	Revisions to omnibus objection (1.7); Review LOIs (.5); prepare emails to debtors and attn to responses (0.8); conferences with G. Angelich re: objections and strategy (1.4); call with Committee (0.6); call with Cooley (0.7)	5.70	3,420.00
12/20/22	James E. Britton	Revise DIP terms (0.5); further draft revisions to DIP order (3.5); further revise DIP order (0.3).	4.30	2,214.50
12/21/22	James E. Britton	Further revise DIP order (0.3); review and analyze short form interim order (0.2); revise interim order (0.3).	0.80	412.00
12/22/22	Justin Kesselman	Prepare for and attend hearing on DIP and Sale Procedures (1.7); review revised bid procedures order (0.1); respond to email from Debtor's counsel (0.1); attn to sale process question (0.1); review revised asset purchase agreement (0.8); attn to orders entered by court (0.2); prepare email to Committee (0.7); confer with G. Angelich re hearing and next steps (.2).	3.90	2,340.00
12/28/22	James E. Britton	Review and revise final DIP order (1.4).	1.40	721.00
12/30/22	George P. Angelich	Review and revise DIP objection.	2.30	1,840.00
12/30/22	Justin Kesselman	Work on objections to DIP and Canaccord (2.5); work on retention application (.2); review revised orders (0.3); emails and call with Debtors' counsel re orders, DIP, Canaccord, and witness issues (1.4); prepare email to Committee (.3); prepare email to Canaccord counsel (0.2); conferences with G. Angelich re objections and discovery (0.4); attn to emails from CR (0.2)	5.50	3,300.00

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00015 Cash Collateral and DIP Financing  
 January 31, 2023

Invoice Number 2201537  
 Page 19

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
		<b>Fee Total</b>	<b>27.00</b>	<b>\$15,844.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
George P. Angelich	2.30	800.00	1,840.00
Justin Kesselman	15.10	600.00	9,060.00
James E. Britton	9.60	515.00	4,944.00
<b>Timekeeper Summary Total</b>	<b>27.00</b>		<b>15,844.00</b>

Current Fees	\$15,844.00
<b>Subtotal For This Matter</b>	<b>\$15,844.00</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00023 Executory Contracts and Related Matters  
 January 31, 2023

Invoice Number 2201537  
 Page 20

For Professional Services Rendered Through: December 31, 2022

Re: Executory Contracts and Related Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/28/22	Anna Mandel	Review and analyze policy binders in order to provide analysis to the client.	0.60	285.00
12/28/22	George P. Angelich	Review D&O insurance documents.	0.30	240.00
12/28/22	George P. Angelich	Review assumed liabilities, conferences re same and review related correspondence.	0.80	640.00
12/29/22	Anna Mandel	Draft summary and analysis of D&O and other insurance available to the client including limits of liability and retentions.	1.30	617.50
<b>Fee Total</b>			<b>3.00</b>	<b>\$1,782.50</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
George P. Angelich	1.10	800.00	880.00
Anna Mandel	1.90	475.00	902.50
<b>Timekeeper Summary Total</b>	<b>3.00</b>		<b>1,782.50</b>

Current Fees	\$1,782.50
<b>Subtotal For This Matter</b>	<b>\$1,782.50</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00028 Debtor Communications/Negotiations  
 January 31, 2023

Invoice Number 2201537  
 Page 21

For Professional Services Rendered Through: December 31, 2022

Re: Debtor Communications/Negotiations

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/16/22	George P. Angelich	Prepare for and confer with Debtors' counsel.	1.20	960.00
12/18/22	George P. Angelich	Prepare for and attend conference call with Debtors' counsel re sale process and budget overview; follow call with J. Kesselman and J. Britton.	2.60	2,080.00
12/20/22	George P. Angelich	Prepare for and attend conference call with Debtors' professionals.	1.10	880.00
12/21/22	Justin Kesselman	Conferences with Debtors' counsel re negotiations (0.8); emails with Debtors' counsel (0.6); Committee professionals' calls re sale/dip negotiations (0.7); work on arguments and cross-examinations of CFO and IB (4.5); review and revise documents re interim accord (2); travel to Delaware for hearing (less working time) (1.5)	10.10	6,060.00
12/29/22	George P. Angelich	Prepare for conferences with Debtors' counsel and confer with J. Kesselman (.60); review issues with orders and diligence (.60).	1.20	960.00
12/30/22	George P. Angelich	Prepare for and attend follow up call with Debtors' counsel.	1.80	1,440.00
<b>Fee Total</b>			<b>18.00</b>	<b>\$12,380.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
George P. Angelich	7.90	800.00	6,320.00
Justin Kesselman	10.10	600.00	6,060.00
<b>Timekeeper Summary Total</b>	<b>18.00</b>		<b>12,380.00</b>

Current Fees \$12,380.00

**Subtotal For This Matter** \$12,380.00

Arent Fox Schiff LLP

Attorneys at Law

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al  
 00029 Travel  
 January 31, 2023

Invoice Number 2201537  
 Page 22

For Professional Services Rendered Through: December 31, 2022

Re: Travel

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>	<u>Value</u>
12/20/22	Justin Kesselman	Return travel to Boston from Delaware hearing billed at 50%.	1.40	840.00
<b>Fee Total</b>			<b>1.40</b>	<b>\$840.00</b>

**Timekeeper Summary:**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Justin Kesselman	1.40	600.00	840.00
<b>Timekeeper Summary Total</b>	<b>1.40</b>		<b>840.00</b>

Current Fees	\$840.00
<b>Subtotal For This Matter</b>	<b>\$840.00</b>

044409 Official Committee of Unsecured Creditors of Winc, Inc., et al

Invoice Number 2201537

Page 23

January 31, 2023

---

Current Fees For All Matters	\$112,517.50
Current Disbursements For All Matters	\$959.67
<b>Total Amount Due This Invoice</b>	<b><u>\$113,477.17</u></b>